

1 UNITED STATES DISTRICT COURT  
2 SOUTHERN DISTRICT OF NEW YORK

3 CASE NO. 18-CIV-01805 (JGK)

4 MERCER HEALTH & BENEFITS LLC,

5 Plaintiff,

6 vs.

7 MATTHEW DIGREGORIO, JOANNE STEED,

8 JADA PRESTON and LOCKTON COMPANIES, LLC,

9 Defendants.  
10 -----/

11 2 S. Biscayne Boulevard

12 Suite 2250

13 Miami, Florida

14 Monday, March 12, 2018

15 1:56 p.m. to 2:50 p.m.

16  
17  
18 DEPOSITION OF MELANIE FAVA  
19  
20

21 Taken on behalf of the Defendants before Carol  
22 Hill Weng, FPR, RMR, CRR, CMRS, CPE, CRI, a Notary  
23 Public in and for the State of Florida at Large,  
24 pursuant to Defendants' Notice of Taking Deposition in  
25 the above cause.

<p style="text-align: right;">Page 2</p> <p>1 APPEARANCES:</p> <p>2 On behalf of Plaintiff:</p> <p>3 A. MICHAEL WEBER, ESQ.</p> <p>4 Littler Mendelson, P.C.</p> <p>5 900 Third Avenue</p> <p>6 New York, NY 10022-3298</p> <p>7 mweber@littler.com</p> <p>8</p> <p>9 On behalf of Defendants:</p> <p>10 LERON THUMIM, ESQ.</p> <p>11 MARTIN S. SIEGEL, ESQ.</p> <p>12 Golenbock Eiseman Assor Bell &amp; Peskoe LLP</p> <p>13 711 Third Avenue</p> <p>14 New York, NY 10017</p> <p>15 lthumim@golenbock.com</p> <p>16 msiegel@golenbock.com</p> <p>17 LYLE SHAPIRO, ESQ.</p> <p>18 Herskowitz Shapiro LLP</p> <p>19 9100 S. Dadeland Boulevard</p> <p>20 Suite 908</p> <p>21 Miami, FL 33156</p> <p>22 lyle@hslawfl.com</p> <p>23</p> <p>24 Also present: Amy Tree</p> <p>25 Matthew DiGregorio</p>	<p style="text-align: right;">Page 4</p> <p>1 THEREUPON:</p> <p>2 MELANIE FAVA,</p> <p>3 was called as a witness and, having been first duly</p> <p>4 sworn, and responding "I do," was examined and</p> <p>5 testified as follows:</p> <p>6 DIRECT EXAMINATION</p> <p>7 BY MR. THUMIM:</p> <p>8 Q. Ms. Fava, my name is Leron Thumim.</p> <p>9 I'm from the law firm of Golenbock Eiseman Assor</p> <p>10 Bell &amp; Peskoe, New York. I'm here on behalf of</p> <p>11 the defendants in this case and I'll be taking</p> <p>12 your deposition today.</p> <p>13 Have you ever been deposed before?</p> <p>14 A. Yes.</p> <p>15 Q. How many times?</p> <p>16 A. Once.</p> <p>17 Q. About how long ago was that?</p> <p>18 A. 30 years ago.</p> <p>19 Q. What kind of case was it?</p> <p>20 A. Medical malpractice case.</p> <p>21 Q. Do you remember -- at that deposition</p> <p>22 do you remember what the purpose of -- I guess</p> <p>23 remember what it was like being deposed?</p> <p>24 A. Yes.</p> <p>25 Q. So it's a long time ago. Before we</p>
<p style="text-align: right;">Page 3</p> <p>1 INDEX</p> <p>2 WITNESS PAGE</p> <p>3 Melanie Fava</p> <p>4 Direct Examination by Leron Thumim 4</p> <p>5 Cross-Examination by Michael Weber 55</p> <p>6 Redirect Examination by Leron Thumim 56</p> <p>7</p> <p>8 EXHIBITS</p> <p>9 NUMBER DESCRIPTION PAGE</p> <p>10 Exhibit 1 Declaration 29</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p style="text-align: right;">Page 5</p> <p>1 begin I'm going to go over some ground rules and</p> <p>2 expectations just so we have the same</p> <p>3 understanding.</p> <p>4 Is that okay?</p> <p>5 A. Uh-huh.</p> <p>6 Q. So in this deposition I will be asking</p> <p>7 you questions and your answers will be recorded</p> <p>8 by the court reporter. You will need to speak</p> <p>9 loudly enough so that the court reporter can</p> <p>10 hear you, and you'll need to give verbal</p> <p>11 responses, so no nods, gestures or even sounds</p> <p>12 like "uh-huh" so that the transcript accurately</p> <p>13 reflects your response.</p> <p>14 Understood?</p> <p>15 A. Yes.</p> <p>16 Q. Any questions about that?</p> <p>17 A. Nope.</p> <p>18 Q. Likewise, to make sure the transcript</p> <p>19 is clear, we can't talk over each other. So</p> <p>20 that means that it's important you wait until I</p> <p>21 finish my question before you begin answering.</p> <p>22 Even if you think you know how my</p> <p>23 question is going to end, please wait until I'm</p> <p>24 done anyway. Make sense?</p> <p>25 A. Yes.</p>

<p style="text-align: right;">Page 6</p> <p>1 Q. If you don't understand a question, 2 please feel free to ask for clarification. 3 Otherwise, let me ask the questions. 4 A. Okay. 5 Q. You just took an oath to tell the 6 whole truth and nothing but the truth. 7 Do you understand what that means? 8 A. Yes. 9 Q. And do you understand that's the same 10 oath that you would give if you were in court in 11 front of a judge? 12 A. Yes. 13 Q. So the goal of this deposition is for 14 us to find out everything you know that's 15 relevant to this lawsuit, and for that reason we 16 need complete and full answer to the questions I 17 ask. In other words, looking for the whole 18 truth. 19 Understood? 20 A. Yes. 21 Q. From time to time your lawyer may 22 object to questions that I ask. You understand 23 that unless he tells you not to answer my 24 question, you still have to answer? 25 A. Yes.</p>	<p style="text-align: right;">Page 8</p> <p>1 Q. Without going into what you discussed 2 on the meeting, were there any documents that 3 you reviewed that refreshed your recollection? 4 A. Just the -- I guess it's an affidavit. 5 Q. The declaration? 6 A. Declaration. That's it. 7 Q. No other documents? 8 A. No. 9 Q. Did you talk about this case with 10 anybody else involved in the case? 11 A. No. 12 Q. Did you talk to -- talk about the case 13 with any of the other -- you know other people 14 submitted declarations too, right? 15 A. Yes. 16 Q. Did you talk about the case with any 17 of them? 18 A. No. 19 Q. Did you talk with Cory Lynn about your 20 declaration? 21 A. No. 22 Q. About your deposition today? Did you 23 talk with Cory Lynn about your deposition today? 24 A. No. 25 Q. Are you familiar with this lawsuit?</p>
<p style="text-align: right;">Page 7</p> <p>1 Q. At reasonable intervals we may take a 2 break. If at some point you need to take before 3 then, let us know and we'll try to take a break 4 as soon as that line of questioning ends. 5 A. Okay. 6 Q. Have you taken any drugs or medication 7 that would make it difficult for you to 8 understand and answer my questions today? 9 A. No. 10 Q. Is there any other reason that you 11 cannot provide complete and accurate testimony 12 today? 13 A. No. 14 Q. What did you do to prepare for today's 15 deposition? 16 A. Via telephone I met with our attorneys 17 and just told them what I knew about the case. 18 Q. Did you meet with anyone in person? 19 A. No. 20 Q. How many times did you meet with your 21 attorneys? 22 A. Twice. 23 Q. For how long? 24 A. About a few minutes, about 15 minutes 25 a call.</p>	<p style="text-align: right;">Page 9</p> <p>1 A. Yes. 2 Q. What do you know about it? 3 A. That three people from the Sunrise 4 office left and presumed violation of their 5 noncompete. 6 Q. How did you first learn about the 7 lawsuit? 8 A. Cory called me and -- well, Cory 9 called and told me that they had left and that I 10 would be assuming two accounts, and that Amy 11 would be in contact with me to tell me who those 12 accounts were. 13 I didn't find out about the actual 14 lawsuit until the -- our attorney had called me 15 and told me. 16 Q. Are you familiar with Lockton? 17 A. Yes. 18 Q. You know Lockton is one of the 19 defendants in this lawsuit also? 20 A. Yes. 21 Q. What do you know about Lockton? 22 A. They are a competitor, and I know a 23 few people that work over at Lockton. 24 Q. So you knew about Lockton before the 25 lawsuit?</p>

<p style="text-align: right;">Page 10</p> <p>1 A. Yes.</p> <p>2 Q. You also knew of Lockton before Matt,</p> <p>3 Joanne and Jada left for Lockton?</p> <p>4 A. Yes.</p> <p>5 Q. So just to go over some brief overall</p> <p>6 background. If you could just give me a brief</p> <p>7 summary of your educational background,</p> <p>8 beginning with college.</p> <p>9 A. I have a bachelor's degree in</p> <p>10 technology and management, business management,</p> <p>11 in Orlando at University of Phoenix. And I have</p> <p>12 a license to practice -- 218 license for</p> <p>13 insurance.</p> <p>14 Q. Where did you work, I guess after</p> <p>15 college?</p> <p>16 A. I originally started at Marsh. I was</p> <p>17 there for about six years.</p> <p>18 Q. And when was that, about when to when?</p> <p>19 A. I actually started there in 1999.</p> <p>20 Q. You were there until when?</p> <p>21 A. Around 2005.</p> <p>22 Q. When you left Marsh where did you go?</p> <p>23 A. Willis.</p> <p>24 Q. I'm sorry. Let me back up.</p> <p>25 At Marsh, what was your role?</p>	<p style="text-align: right;">Page 12</p> <p>1 that entailed?</p> <p>2 A. It was managing, hiring, retention,</p> <p>3 sales, new sales.</p> <p>4 Q. When you left Willis in 2012, where</p> <p>5 did you go?</p> <p>6 A. I started my own practice. So I</p> <p>7 became an independent consultant, and I was</p> <p>8 contracted with an organization called Insurance</p> <p>9 Office of America.</p> <p>10 Q. At that point you were, I guess,</p> <p>11 self-employed?</p> <p>12 A. Correct. I was a contracted</p> <p>13 consultant.</p> <p>14 Q. Did you have your own LLC?</p> <p>15 A. Corporation.</p> <p>16 Q. What was the name of that?</p> <p>17 A. Melanie Fava Inc. I wasn't very</p> <p>18 creative.</p> <p>19 Q. It works. It gets the job done.</p> <p>20 How long were you doing that for?</p> <p>21 A. Seven years. '12 up until 2017, so I</p> <p>22 guess almost six years.</p> <p>23 Q. Then that's when you went to Mercer?</p> <p>24 A. Correct.</p> <p>25 Q. How did you come to work at Mercer?</p>
<p style="text-align: right;">Page 11</p> <p>1 A. I started out as consultant. When I</p> <p>2 left I managed the benefits practice.</p> <p>3 Q. Marsh is a broker?</p> <p>4 A. Yes. It's part of the Mercer family,</p> <p>5 yeah.</p> <p>6 Q. The role that you had when you left,</p> <p>7 was that involved in -- was that -- in what way</p> <p>8 is that similar, I guess, to the role that you</p> <p>9 have now?</p> <p>10 A. A little different. I was in more of</p> <p>11 a management role back then. So now I'm a</p> <p>12 producing consultant.</p> <p>13 Q. And you left to Willis, I guess, about</p> <p>14 '05?</p> <p>15 A. I started -- yeah. I opened the</p> <p>16 practice for Willis, benefits practice in</p> <p>17 Orlando in 2005, and I was there until -- I</p> <p>18 guess it's seven years.</p> <p>19 Q. Around 2012?</p> <p>20 A. Yes.</p> <p>21 Q. What was your title when you were at</p> <p>22 Willis?</p> <p>23 A. When I was at Willis? Benefits</p> <p>24 practice leader of Orlando.</p> <p>25 Q. And your role -- can you describe what</p>	<p style="text-align: right;">Page 13</p> <p>1 A. I was looking to get out of running my</p> <p>2 own business and I just wanted to go and sell</p> <p>3 again and manage a book of business. So I was</p> <p>4 very familiar with Mercer, being that I worked</p> <p>5 with them before, highly reputable and just</p> <p>6 decided to pursue to see if they had any</p> <p>7 openings and they did.</p> <p>8 Q. Were there any people you had been in</p> <p>9 contact with at Mercer since your time at Marsh?</p> <p>10 A. Yes.</p> <p>11 Q. Who were you in touch?</p> <p>12 A. John Cooney.</p> <p>13 Q. What is his title?</p> <p>14 A. I'm not sure, actually. He's a</p> <p>15 partner.</p> <p>16 Q. He's also involved in selling</p> <p>17 services?</p> <p>18 A. Yeah. Primarily resources and sales.</p> <p>19 So he introduces other disciplines to clients,</p> <p>20 outside of like what I would normally do, just</p> <p>21 benefits. He would do -- introduce other</p> <p>22 resources.</p> <p>23 Q. What position -- or what title did you</p> <p>24 have when you started at Mercer?</p> <p>25 A. Producing consultant.</p>

<p style="text-align: right;">Page 14</p> <p>1 Q. What does that entail?</p> <p>2 A. Retention, new business.</p> <p>3 Q. Is that also a principal?</p> <p>4 A. It is, correct.</p> <p>5 Q. Does anybody also have the producing</p> <p>6 consultant title?</p> <p>7 A. I don't believe so in the state of</p> <p>8 Florida. But yes, in the country there is, yes.</p> <p>9 Q. Who hired you when you came to Mercer?</p> <p>10 A. Cory Lynn.</p> <p>11 Q. So let's talk a little bit about other</p> <p>12 people at Mercer you might -- who are involved</p> <p>13 in the suit you might know, what your connection</p> <p>14 with them might be.</p> <p>15 So first, Matt DiGregorio. Do you</p> <p>16 know what Matt's title was?</p> <p>17 A. Sales.</p> <p>18 Q. In what way did your -- I guess did</p> <p>19 your role -- in what way is your role different</p> <p>20 than his?</p> <p>21 A. I also have retention</p> <p>22 responsibilities. He only had sales. So I</p> <p>23 would sell and then I also have to manage the</p> <p>24 book.</p> <p>25 Q. So your role encompassed his role and</p>	<p style="text-align: right;">Page 16</p> <p>1 recall. I don't believe I did.</p> <p>2 Q. Jada Preston. Do you know what her</p> <p>3 title was?</p> <p>4 A. Client manager. She was responsible</p> <p>5 for retention.</p> <p>6 Q. Did you ever work with her?</p> <p>7 A. No.</p> <p>8 Q. Did you have any interaction with her</p> <p>9 before?</p> <p>10 A. No.</p> <p>11 Q. Cory Lynn. Do you know what his title</p> <p>12 is?</p> <p>13 A. Practice leader.</p> <p>14 Q. What is your understanding of what</p> <p>15 that job entails?</p> <p>16 A. He manages the state of Florida for</p> <p>17 employee benefits.</p> <p>18 Q. How often, I guess, do you interact</p> <p>19 with him on a daily basis, weekly basis?</p> <p>20 A. Probably monthly.</p> <p>21 Q. Monthly.</p> <p>22 So let's talk a little bit more about,</p> <p>23 I guess, your role. So in your declaration,</p> <p>24 which we'll talk about in a second, you have</p> <p>25 described your role and used a couple of</p>
<p style="text-align: right;">Page 15</p> <p>1 then some?</p> <p>2 A. Correct.</p> <p>3 Q. And in what way did you, I guess,</p> <p>4 interact with him professionally? Did you work</p> <p>5 together on things?</p> <p>6 A. No.</p> <p>7 Q. Never on any situation?</p> <p>8 A. I met him twice, I think, at sales</p> <p>9 meetings, so in a group environment. Not</p> <p>10 really -- didn't really have like a lot of</p> <p>11 one-on-one interaction.</p> <p>12 Q. You had no direct -- you didn't work</p> <p>13 together on any project of any kind?</p> <p>14 A. No.</p> <p>15 Q. How about Joanne Steed, do you know</p> <p>16 what her title is?</p> <p>17 A. I don't.</p> <p>18 Q. Did you work on anything with her?</p> <p>19 A. No.</p> <p>20 Q. Did you interact with her at all</p> <p>21 really at Mercer?</p> <p>22 A. No.</p> <p>23 Q. Did you know who she was before I</p> <p>24 guess she left in early January?</p> <p>25 A. I may have met her once, but I don't</p>	<p style="text-align: right;">Page 17</p> <p>1 phrases. I just want to unpack them a little</p> <p>2 bit.</p> <p>3 One thing you say is you manage client</p> <p>4 relationships. What do you mean by that?</p> <p>5 A. So I have one consultant that works on</p> <p>6 my team. I'm the lead consultant. So I will</p> <p>7 meet with the clients, typically on a quarterly</p> <p>8 basis, if not more frequently, and responsible</p> <p>9 for making sure that the scope of work is</p> <p>10 adhered to and that any additional resources</p> <p>11 that we need to bring to the table are</p> <p>12 introduced.</p> <p>13 Q. So the consultant on your team, are</p> <p>14 you that consultant's supervisor?</p> <p>15 A. Indirectly. So she -- down the line</p> <p>16 to me but no, she actually reports to somebody</p> <p>17 in Tampa.</p> <p>18 Q. Is there anyone that you are a</p> <p>19 supervisor for?</p> <p>20 A. No.</p> <p>21 Q. And do you have a direct supervisor?</p> <p>22 A. Would be Cory.</p> <p>23 Q. You said generating new client</p> <p>24 business. Is that just referring to trying to</p> <p>25 bring in new clients?</p>

5 (Pages 14 - 17)

<p style="text-align: right;">Page 18</p> <p>1 A. Correct.</p> <p>2 Q. Maintaining and growing business, is</p> <p>3 that the fact we talked about earlier in</p> <p>4 servicing them and retention?</p> <p>5 A. Yes.</p> <p>6 Q. Primary client contact for clients and</p> <p>7 address day-to-day client needs, what does that</p> <p>8 mean? Unpack -- on a day-to-day basis, what</p> <p>9 would you likely do for clients?</p> <p>10 A. Well, we'll do their -- work on their</p> <p>11 financials. We'll work on any wellness</p> <p>12 programs. We'll work on if they have claims,</p> <p>13 advocacy issues. We'll work with the</p> <p>14 administrators and the carriers as their liaison</p> <p>15 on any outstanding issues or -- and again,</p> <p>16 introduce cost saving techniques to help</p> <p>17 mitigate their renewals.</p> <p>18 Q. Are there any clients with whom you</p> <p>19 have a -- you've built, I guess, a personal</p> <p>20 relationship, you know, that's not exclusively a</p> <p>21 professional one anymore?</p> <p>22 A. Yes.</p> <p>23 MR. WEBER: Can you be a little more</p> <p>24 specific?</p> <p>25 Q. Anyone who you're -- you know, if you</p>	<p style="text-align: right;">Page 20</p> <p>1 contact list, how far back does it go?</p> <p>2 A. When I started at Mercer.</p> <p>3 Q. Within the last two years or do you</p> <p>4 have a contact list that you had that goes</p> <p>5 further back?</p> <p>6 A. No. Well, no. My contact list</p> <p>7 started when I started at Mercer. So as far as</p> <p>8 what's on the Mercer contacts, yes.</p> <p>9 Q. Do you have a separate contact list</p> <p>10 that predates Mercer?</p> <p>11 A. Well, my previous contacts that I had</p> <p>12 if there's still something I'm working on that</p> <p>13 I've incorporated them into the Mercer database.</p> <p>14 Q. So you've incorporated -- you've</p> <p>15 entered your previous contacts --</p> <p>16 A. Correct.</p> <p>17 Q. Got it.</p> <p>18 When did that list that you</p> <p>19 incorporated, when did you begin compiling that?</p> <p>20 A. Probably December of 2016.</p> <p>21 Q. Do you have any list contact that goes</p> <p>22 back even further to, let's say, when you were</p> <p>23 at Marsh?</p> <p>24 A. No. I wouldn't think so, unless</p> <p>25 they're still a client.</p>
<p style="text-align: right;">Page 19</p> <p>1 stopped working tomorrow, anyone you'd still be</p> <p>2 friends with, in other words?</p> <p>3 A. Yes.</p> <p>4 Q. Is that something that other people at</p> <p>5 Mercer sometimes do in terms when they build</p> <p>6 client relationships?</p> <p>7 A. I can't comment. I work in Orlando by</p> <p>8 myself. I don't know what everybody else's</p> <p>9 relationship is.</p> <p>10 Q. Do you have any sense of whether</p> <p>11 that's something that Mercer generally</p> <p>12 encourages or discourages or is neutral about?</p> <p>13 A. I would presume neutral.</p> <p>14 Q. In your experience, can it be good for</p> <p>15 business to build personal relationships with</p> <p>16 clients?</p> <p>17 A. Yes.</p> <p>18 Q. Do you have a list of contacts in,</p> <p>19 let's say, Outlook or otherwise?</p> <p>20 A. Yes.</p> <p>21 Q. What information is on your contact</p> <p>22 list?</p> <p>23 A. Title -- name, title, company, phone</p> <p>24 number, addresses.</p> <p>25 Q. When did you begin compiling that</p>	<p style="text-align: right;">Page 21</p> <p>1 Q. In your contact list, is there a place</p> <p>2 to put notes about clients?</p> <p>3 A. Yes.</p> <p>4 Q. What do you -- what, if anything, do</p> <p>5 you put in that space?</p> <p>6 A. I don't typically use that.</p> <p>7 Q. Do you have any information in your</p> <p>8 contact list about client pricing?</p> <p>9 A. No.</p> <p>10 Q. Or any specific details about clients,</p> <p>11 beyond contact information?</p> <p>12 A. No.</p> <p>13 Q. Does your contact list include any</p> <p>14 personal, in other words, not in any way related</p> <p>15 to business contacts, like friends or family?</p> <p>16 A. No. It might have a couple of my like</p> <p>17 reward passwords.</p> <p>18 Q. Fair enough.</p> <p>19 So you're responsible in part for, I</p> <p>20 guess, identifying new prospective clients.</p> <p>21 What kind of strategies do you use to</p> <p>22 identify new clients to originate new business?</p> <p>23 A. Well, I've been in business for a</p> <p>24 while, so I work a lot off referrals. Or if I'm</p> <p>25 doing cold prospecting, I'll use a database</p>



<p style="text-align: right;">Page 22</p> <p>1 called -- that you pull up Schedule As or 5500s  2 to pull up information about clients.  3 Q. What do you use to access -- you said  4 "database." Is there an actual --  5 A. Yeah. So I subscribe on a monthly  6 basis to a database that -- it's called Biz.com,  7 I think, something like that.  8 Q. One of the forms you mentioned, 5500s,  9 what are those?  10 A. They're -- 5500s are a required filing  11 for any ERISA plan that has employees over 100  12 employees. And so you can find out information  13 as to what the premium is, typically sometimes  14 commissions and who the carrier relationships  15 are and the contacts at each prospect.  16 Q. So you could use a 5500 form to find  17 out, I guess, what kinds of services a  18 prospective client might need?  19 A. I don't know about services. You can  20 find out what they have historically put in  21 place from a carrier perspective.  22 Q. And that could help you identify who  23 might be a good target to try and sell to?  24 A. Sometimes. I typically use it just so  25 I can go in with knowledge to say I know this</p>	<p style="text-align: right;">Page 24</p> <p>1 for it?  2 A. I pay for it myself.  3 Q. In addition to 5500, what other  4 information does it compile?  5 A. That's it. It's a 5500 database.  6 Q. And earlier you were talking about how  7 a lot of your origination comes through  8 referrals and networking.  9 Are there any websites you use for  10 networking purposes?  11 A. LinkedIn.  12 Q. That's what I thought.  13 How many clients -- are there clients  14 that you have not originated but that you are  15 involved in helping to retain?  16 A. Yes.  17 Q. How many clients fall into that  18 category?  19 A. Two.  20 Q. What do you do to help retain them?  21 A. I do the day-to-day -- not the  22 day-to-day, but I'll do the overall client  23 management with a client team and other  24 resources.  25 Q. That's what would be called servicing,</p>
<p style="text-align: right;">Page 23</p> <p>1 about you. But it doesn't really get into that  2 much detail as to what kind of services they're  3 looking for.  4 Q. What kind of services do you sell to  5 clients?  6 A. Health and welfare consulting.  7 Q. Do any of your clients use more than  8 one company to provide the kinds of services  9 that you sell?  10 A. Not currently.  11 Q. But historically you have had clients  12 that have used more than one company to provide  13 the kinds of services that you provide?  14 A. Yes.  15 Q. Have you ever had a client that was  16 both your client and a client of Lockton?  17 A. No.  18 Q. Briefly go back on Biz.com.  19 How long have you had that  20 subscription for?  21 A. Six years, at least.  22 Q. Do you recall roughly how much it is a  23 much?  24 A. \$50.  25 Q. Do you pay yourself or does Mercer pay</p>	<p style="text-align: right;">Page 25</p> <p>1 right?  2 A. Correct.  3 Q. So for how many clients are you the  4 relationship manager?  5 A. Five.  6 Q. Are there clients that are -- that you  7 consider, I guess, yours or that you have some  8 credit for that don't have a relationship  9 manager?  10 A. I'm not sure I understand.  11 Q. I think earlier today someone said  12 that some clients are small, don't necessarily  13 have a relationship manager at all.  14 MR. WEBER: Objection to the form of  15 the question.  16 Q. So I guess the question is, are there  17 any clients that, I guess, you originated or  18 that you're the primary contact for but that  19 don't have a relationship manager at all?  20 A. As far as -- all of the clients that  21 are assigned have a relationship manager, but --  22 yeah. But I'm not sure they have a  23 relationship. But in the database they have a  24 relationship manager assigned.  25 Q. How many clients, I guess current</p>

7 (Pages 22 - 25)

<p style="text-align: right;">Page 26</p> <p>1 clients, of Mercer were you responsible for 2 bringing into Mercer? 3 A. Five. 4 Q. For the two clients that you're 5 involved in servicing that you didn't originate, 6 who assigned those clients to you to service? 7 A. Cory or Amy. I don't know. Amy told 8 me about -- when the two -- when the team left 9 about the two. I assume it was Cory that gave 10 the directive. And then I have one -- that 11 actually one client is not there. The other 12 client Cory did. 13 Q. So just to clarify. So the two -- the 14 only two clients that you have that you service 15 but did not originate are two that came over in 16 the last month or so after Matt, Joanne and Jada 17 have left? 18 A. Well, I don't technically count the 19 one because I hadn't even met them. So they 20 were here -- they were assigned to me and then 21 they were gone within two weeks. 22 Q. The point is, there's no others -- 23 A. Correct. 24 Q. That's what I meant. 25 And I guess when somebody has a client</p>	<p style="text-align: right;">Page 28</p> <p>1 working on it so that your prospect isn't taken 2 away. 3 Q. So what would prompt you, let's say, 4 to enter a certain contact into Salesforce? 5 A. New relationship or progress with the 6 relationship. 7 Q. Would you enter someone into 8 Salesforce you just met with? 9 A. Yes. If they're not already in there 10 and assigned to somebody. 11 Q. Would you enter someone into 12 Salesforce that you haven't yet met with but you 13 had some other way of making connection with 14 them? 15 A. I haven't, but I can see where people 16 would if it's not assigned to anybody. 17 Q. So in other words, somebody might be 18 entered into Salesforce if they aren't at the 19 point yet where you're about to prepare a pitch 20 for them? 21 A. Yes. If it's not assigned to 22 somebody, then you want to make sure that it is 23 before you prepare the pitch. 24 Q. Does entering, I guess, prospective 25 clients into Salesforce impact, I guess, who</p>
<p style="text-align: right;">Page 27</p> <p>1 that they've either originated or they service, 2 is there some kind of origination credit that 3 they get for that that impacts their 4 compensation? 5 A. Yes. 6 Q. And what's the total number of clients 7 that you have some kind of origination credit 8 for? 9 A. Five. 10 Q. I will ask a few questions about 11 Salesforce. 12 Do you know what Salesforce is? 13 A. Yes. 14 Q. What is Salesforce? 15 A. Salesforce is the database that the 16 salespeople use to either track communication 17 with a client or to look up information about a 18 specific client or prospect. 19 Q. Do you use it? 20 A. Yes. 21 Q. And why do people generally use 22 Salesforce? What's the purpose of it? 23 A. Really to track progress on prospects 24 and to make sure that other people that -- to 25 make sure that they understand that you're</p>	<p style="text-align: right;">Page 29</p> <p>1 gets origination credit for a client? 2 A. It can. Yeah. 3 Q. So is it fair to say it's an incentive 4 to try to put as many clients into the 5 Salesforce as you reasonably can? 6 A. Yes. 7 Q. One of the declarations that was 8 submitted in this case by Cory Lynn says that 9 Matt's Salesforce data was pulled and he had 10 colleagues go through it. 11 Were you involved at all in going 12 through Matt's Salesforce data? 13 A. No. 14 Q. Now, finally, I'm going to put your 15 declaration -- I'm going to mark this as Fava1. 16 It's a copy of the declaration that you signed 17 and filed in support of Mercer's motion for a 18 temporary restraining order. 19 (Thereupon, Declaration was marked as Exhibit 20 1 for identification.) 21 Q. Have you seen this before? 22 A. Yes. 23 Q. When did you first see it? 24 A. I don't know the dates. Probably last 25 week, the day I signed it, February 26.</p>

8 (Pages 26 - 29)



<p style="text-align: right;">Page 30</p> <p>1 Q. Who prepared this affidavit -- 2 declaration? 3 A. I believe Sean. 4 Q. Before it was prepared, did you 5 discuss -- not going into the details of your 6 conversation, did you discuss generally the 7 facts with your attorneys? 8 A. Yes. 9 Q. Do you recall signing it? 10 A. Yes. 11 Q. Do you intend to prepare any other 12 declaration at this point? 13 A. No. 14 Q. Let's go through the declaration a 15 little bit. Let's start with paragraph 3 where 16 it says: On January 17th you learned that Matt 17 DiGregorio, Joanne Steed and Jada Preston 18 resigned their positions at Mercer to begin 19 working at Lockton Companies. 20 So first question is, how did you 21 learn that Matt resigned his position? 22 A. Cory. 23 Q. How did that happen? Did Cory call 24 you or e-mail you? 25 A. Called.</p>	<p style="text-align: right;">Page 32</p> <p>1 specific Lockton entity you just meant Lockton 2 in general, right? 3 A. Lockton in general. 4 Q. And you don't know anything about 5 Lockton's corporate structure one way or the 6 other? 7 A. No. 8 Q. How did you learn that Steed and 9 Preston resigned? 10 A. Same call. 11 Q. And that they began working at 12 Lockton? 13 A. Yes. 14 Q. Same call. 15 So when you discussed their leaving 16 with Cory, did you discuss with Cory reaching 17 out to prospective clients -- to current clients 18 that had been working with Matt, Joanna or Jada? 19 A. No. 20 Q. The two clients that he assigned to 21 you that had been theirs or one of theirs, did 22 you discuss any strategy for how to approach 23 those clients? 24 A. No. 25 Q. Did he ask you to in any way, shape or</p>
<p style="text-align: right;">Page 31</p> <p>1 Q. And what did Cory say? 2 A. That they had left and that they have 3 some cases that need to be reassigned and that 4 two of the cases would be assigned to me and my 5 team, and that Amy would be getting in contact 6 with me over the next couple of days to tell me 7 who they are. 8 Q. When you say "you and your team," who 9 else is part of your team? 10 A. Jenn Legenhausen. 11 Q. And she is a consultant you mentioned 12 earlier. 13 A. Correct. 14 Q. Anybody else? 15 A. No. 16 Q. Was anyone else on the call where Cory 17 told you about Matt leaving? 18 A. No. 19 Q. How did you learn that Matt went to 20 work at Lockton? 21 A. Cory told me. 22 Q. Same call? 23 A. Uh-huh. 24 Q. And you say he went to work at Lockton 25 companies. Just to confirm, you didn't mean a</p>	<p style="text-align: right;">Page 33</p> <p>1 form reach out to them? 2 A. Well, during that call it wasn't -- no 3 cases were assigned. He just said they would 4 be. 5 Q. He said there would be two cases 6 assigned to you? 7 A. Correct. 8 Q. And did he specify which two? 9 A. No. 10 Q. He said Amy would be in touch? 11 A. Correct. 12 Q. Got it. 13 So on the next paragraph on the same 14 day you had a call from -- this is the same call 15 that -- paragraph 3 and 4 really refer to the 16 same exact call; is that right, or is that -- 17 actually, let me back up. 18 A. That was the same call. 19 Q. The paragraph 4 says: That same day 20 you received a call informing you that you're 21 inheriting two clients, Caregiver Services and 22 Planned Parenthood. 23 But that call, just to clarify, is not 24 the call you actually found out the identity of 25 those clients?</p>

<p style="text-align: right;">Page 34</p> <p>1 A. Correct.</p> <p>2 Q. That didn't happen until a couple days</p> <p>3 later?</p> <p>4 A. Until I received an e-mail from Amy</p> <p>5 telling me who the clients were.</p> <p>6 Q. And that was -- when was that? Same</p> <p>7 day or a couple days later?</p> <p>8 A. It was a probably a day or two later.</p> <p>9 Q. And did you -- you received an e-mail</p> <p>10 from Amy informing you of that?</p> <p>11 A. Correct.</p> <p>12 Q. Did you have a follow-up phone call</p> <p>13 with Amy or anybody else?</p> <p>14 A. No. She just gave me the contact</p> <p>15 information and I reached out to the clients.</p> <p>16 Q. Was there anything other than the</p> <p>17 contact information in that e-mail?</p> <p>18 A. Just some information about the</p> <p>19 client, but...</p> <p>20 Q. Did she ask you to reach out to them?</p> <p>21 A. Yes.</p> <p>22 Q. Did she ask you to discuss Matt,</p> <p>23 Joanna and Jada leaving?</p> <p>24 A. No.</p> <p>25 Q. Let's talk about Planned Parenthood a</p>	<p style="text-align: right;">Page 36</p> <p>1 Q. Why was that client given to you?</p> <p>2 A. Conflict of personalities with the</p> <p>3 prior team.</p> <p>4 Q. And is that still a client that you</p> <p>5 service?</p> <p>6 A. Yes.</p> <p>7 Q. Prior to finding out that you would be</p> <p>8 servicing Planned Parenthood, had you had any</p> <p>9 relationship with Planned Parenthood beforehand?</p> <p>10 A. No.</p> <p>11 Q. Same question for Caregiver Services,</p> <p>12 had you had any prior relationship with them</p> <p>13 beforehand?</p> <p>14 A. No.</p> <p>15 Q. What did you know about the</p> <p>16 relationship between, I guess, contacts at</p> <p>17 Planned Parenthood and their prior contacts at</p> <p>18 Mercer?</p> <p>19 Do you know who their prior Mercer</p> <p>20 contacts were before you were assigned to them?</p> <p>21 A. At Planned Parenthood.</p> <p>22 Q. Planned Parenthood first.</p> <p>23 A. Jada and Joanne.</p> <p>24 Q. How did you find that out?</p> <p>25 A. Amy.</p>
<p style="text-align: right;">Page 35</p> <p>1 little bit.</p> <p>2 In paragraph -- sorry. Let me back up</p> <p>3 a moment.</p> <p>4 Before -- sorry. A few things. One:</p> <p>5 Had Lynn given you clients before that call?</p> <p>6 A. Lynn?</p> <p>7 Q. Cory Lynn gave you these two</p> <p>8 clients -- sorry. Cory and Amy gave you these</p> <p>9 two clients?</p> <p>10 A. Correct.</p> <p>11 Q. Had you been given any clients by Cory</p> <p>12 or Amy before then?</p> <p>13 A. I inherited one that -- called KLX,</p> <p>14 that --</p> <p>15 MR. WEBER: Don't mention the names of</p> <p>16 any clients.</p> <p>17 MR. SIEGEL: Except Planned</p> <p>18 Parenthood.</p> <p>19 A. Yes.</p> <p>20 Q. And when was that client given to you?</p> <p>21 A. It's been -- let's see. It's been one</p> <p>22 year now. When I first came. So about a year.</p> <p>23 Q. Do you know why that client was given</p> <p>24 to you?</p> <p>25 A. Yes.</p>	<p style="text-align: right;">Page 37</p> <p>1 Q. Did she just say these are -- well,</p> <p>2 who -- of Jada or Joanne, both of them or just</p> <p>3 one of them?</p> <p>4 A. I don't recall. I think it was both.</p> <p>5 Q. And did you also find out who the</p> <p>6 person at Planned Parenthood that was their</p> <p>7 contact was at the same time?</p> <p>8 A. Yes.</p> <p>9 Q. And did you learn anything else about</p> <p>10 the nature of the relationship between Jada and</p> <p>11 Joanne and the contact at Planned Parenthood?</p> <p>12 A. There was a -- somebody's daughter --</p> <p>13 one of them's daughter worked at Planned</p> <p>14 Parenthood.</p> <p>15 Q. So you knew that there was some kind</p> <p>16 of personal relationship as well?</p> <p>17 A. Yes.</p> <p>18 Q. Did you discuss with anyone at Mercer</p> <p>19 potential challenges in retaining Planned</p> <p>20 Parenthood as a client?</p> <p>21 A. Yes.</p> <p>22 Q. Who did you discuss that with?</p> <p>23 A. Amy.</p> <p>24 Q. What was that conversation about?</p> <p>25 A. That it's going to be difficult</p>

<p style="text-align: right;">Page 38</p> <p>1 because of their relationship, long-term after 2 the contract was up. 3 Q. When did you have that conversation? 4 A. I think it was in the e-mail, just 5 advising me. Yeah. 6 Q. Did you do anything else after that 7 e-mail to educate yourself as to Planned 8 Parenthood? 9 A. I tried to establish a meeting with 10 them of which it was scheduled, then later 11 canceled. 12 Q. Did you do anything else to, I guess, 13 look up on the system information you had about 14 it? 15 A. Yes. 16 Q. What did you do? 17 A. Tried to find out what their plans 18 were, tried to find out who their carriers were. 19 Q. And what services did Mercer provide 20 for Planned Parenthood? 21 A. Health and welfare consulting. 22 Q. Do you know if Planned Parenthood uses 23 any other company to -- at the time used any 24 other company to provide services? 25 A. I don't know that.</p>	<p style="text-align: right;">Page 40</p> <p>1 MR. WEBER: Excuse me. For the 2 record. Your colleagues objected to any 3 discussion about compensation, et cetera, 4 et cetera. So if you want to go back and 5 take their depositions, we better do that 6 tonight. We're not going to talk about 7 damages here. 8 Do you want to change your -- get your 9 clients back here, Marty? I'm enjoying 10 Florida so I -- 11 MR. SIEGEL: I'll check on it. 12 MR. WEBER: Particularly with the 13 weather coming in to New York. 14 MR. SIEGEL: We'll reserve. 15 MR. THUMIM: Let's shelve this for 16 now. 17 Q. What services did Mercer provide for 18 Caregiver Services? 19 A. Or do they? 20 Q. Do they? 21 A. Health and welfare consulting. 22 Q. Do you know if Caregiver Services uses 23 any other company to provide services that 24 Mercer also provides? 25 A. I don't believe they do.</p>
<p style="text-align: right;">Page 39</p> <p>1 Q. Do you know if Planned Parenthood 2 files an IRS Form 5500? 3 A. They're probably nonprofit, so 4 probably not. I didn't look. 5 Q. Do you know how much revenue Mercer 6 received annually from Planned Parenthood? 7 MR. WEBER: Objection. Don't answer. 8 MR. THUMIM: Sorry? 9 MR. WEBER: Don't answer. 10 MR. THUMIM: It's Planned 11 Parenthood -- it's relevant to your damages 12 claims. This is a client that actually 13 left. 14 MR. WEBER: We're not at the damages 15 level yet. 16 MR. THUMIM: I understand that, but 17 it's relevant to claims in your complaint. 18 MR. WEBER: It's not related to the 19 preliminary injunction. It's related to 20 damages. 21 MR. THUMIM: I understand that, but 22 that -- 23 MR. WEBER: If you want to get into 24 damages, then we'll have to go back and -- 25 MR. THUMIM: What's --</p>	<p style="text-align: right;">Page 41</p> <p>1 Q. Do you know if Caregiver Services has 2 to file an IRS 5500? 3 A. Yes. 4 Q. Do you know how Planned Parenthood 5 originally became a Mercer client? 6 A. No. 7 Q. Do you know -- let's move on to the 8 next paragraph. 9 Paragraph 5 you said you exchanged 10 emails with the COO of Planned Parenthood. 11 That's the person that, as you 12 understood it, had the close personal 13 relationship with Steed, right? 14 A. I don't know. I just know that she 15 had a -- one of them had a daughter that worked 16 there, but I don't know what the relationship 17 with the COO is. 18 Q. Prior to -- this is a January 22nd 19 e-mail, had you ever had any contact with this 20 person before? 21 A. No. 22 Q. What did you say in your initial 23 e-mail? 24 Did you initially reach out to them or 25 did they e-mail you?</p>

<p style="text-align: right;">Page 42</p> <p>1 A. I reached out to them.</p> <p>2 Q. And what did you say in your initial</p> <p>3 e-mail?</p> <p>4 A. That myself and my team were going to</p> <p>5 be managing their account moving forward and</p> <p>6 would like to set up a meeting.</p> <p>7 Q. You knew to e-mail the COO because Amy</p> <p>8 gave you that person's information?</p> <p>9 A. Correct.</p> <p>10 Q. Do you have any understanding as to</p> <p>11 who the person at Planned Parenthood is that has</p> <p>12 decision-making power?</p> <p>13 A. No.</p> <p>14 Q. Given that you attached to your</p> <p>15 declaration the February 22nd e-mail, is there</p> <p>16 any reason you didn't attach this e-mail</p> <p>17 exchange with the COO?</p> <p>18 A. No. The only thing I had with the COO</p> <p>19 was to set up a meeting. So there's no reason</p> <p>20 other than -- there's no information other than</p> <p>21 we're going to set up this meeting.</p> <p>22 Q. Did you mention Matt, Joanne or Jada</p> <p>23 in that e-mail?</p> <p>24 A. No.</p> <p>25 Q. Did you mention Lockton in that</p>	<p style="text-align: right;">Page 44</p> <p>1 A. That they wanted another -- I don't</p> <p>2 know, I think it was their CFO, I don't recall,</p> <p>3 wanted them to join the meeting and he wasn't</p> <p>4 available.</p> <p>5 Q. Between that and the February 22nd</p> <p>6 e-mail, which is attached to your declaration,</p> <p>7 did you have any other contact with them?</p> <p>8 A. No.</p> <p>9 Q. So the only previous contact you had</p> <p>10 with Rowena was to schedule the February 6</p> <p>11 meeting?</p> <p>12 A. Correct.</p> <p>13 Q. Do you know who at Planned Parenthood</p> <p>14 made the decision as to which broker to use?</p> <p>15 A. I don't know. The letter came from</p> <p>16 Rowena. But I don't know who made the decision.</p> <p>17 Q. What did you do in response to getting</p> <p>18 this e-mail?</p> <p>19 A. I said, thank you very much and let us</p> <p>20 know if we need anything to help with the</p> <p>21 transition.</p> <p>22 Q. Did you talk to anyone at Mercer about</p> <p>23 it?</p> <p>24 A. I think I -- I think I sent an e-mail</p> <p>25 to the Sunrise office. I sent an e-mail to the</p>
<p style="text-align: right;">Page 43</p> <p>1 e-mail?</p> <p>2 A. No.</p> <p>3 Q. So how did you schedule the e-mail --</p> <p>4 sorry, how did you schedule the meeting for</p> <p>5 February 6th?</p> <p>6 A. Rowena Geisler at Planned Parenthood</p> <p>7 set up an Outlook calendar meeting.</p> <p>8 Q. Was Rowena also on the e-mail chain</p> <p>9 you had with the COO?</p> <p>10 A. No. She forwarded it, I believe.</p> <p>11 Q. Where was the meeting supposed to take</p> <p>12 place?</p> <p>13 A. At Planned Parenthood.</p> <p>14 Q. When did they first reschedule?</p> <p>15 It says that they rescheduled to</p> <p>16 February 27, but it doesn't say when they</p> <p>17 rescheduled. If you recall.</p> <p>18 Was it days before the February 6</p> <p>19 meeting? Was it a week before?</p> <p>20 A. Actually, I think it was like a day</p> <p>21 before. Actually, it was, because I was</p> <p>22 actually already down in South Florida. So it</p> <p>23 was the day before.</p> <p>24 Q. Did they give a reason for</p> <p>25 rescheduling it?</p>	<p style="text-align: right;">Page 45</p> <p>1 Sunrise office just advising them that --</p> <p>2 actually, no. They sent one to me saying a</p> <p>3 carrier contacted them and received a BOR, and I</p> <p>4 acknowledged it and said, yes, I just got that</p> <p>5 from the client as well.</p> <p>6 Q. Did anyone from Planned Parenthood</p> <p>7 ever tell you why they left Mercer?</p> <p>8 A. No.</p> <p>9 Q. So ultimately you don't really know</p> <p>10 exactly why they switched?</p> <p>11 A. No.</p> <p>12 Q. Then you made a February 23rd call to</p> <p>13 a carrier. Who did you call?</p> <p>14 A. Actually, I was already on the phone</p> <p>15 with Lincoln Mutual and they had -- the carrier,</p> <p>16 so I just happened to ask them while we were on</p> <p>17 the phone if they knew where they went since</p> <p>18 they were the carrier of Planned Parenthood.</p> <p>19 Q. Why did you ask?</p> <p>20 A. Curious.</p> <p>21 Q. What did they say?</p> <p>22 A. Lockton.</p> <p>23 Q. So let's move on to something else.</p> <p>24 Do you sometimes get recruiters about</p> <p>25 other job opportunities?</p>

<p style="text-align: right;">Page 46</p> <p>1 A. Yes.</p> <p>2 Q. How often, roughly?</p> <p>3 A. A couple times a year.</p> <p>4 Q. Have you ever discussed job</p> <p>5 opportunities with any other employees at</p> <p>6 Mercer?</p> <p>7 A. No.</p> <p>8 Q. Have you ever discussed the</p> <p>9 possibility of leaving Mercer with anybody else</p> <p>10 at Mercer?</p> <p>11 A. No.</p> <p>12 Q. If you left, would the consultant you</p> <p>13 work with be significantly impacted?</p> <p>14 MR. WEBER: Objection, speculative.</p> <p>15 Don't answer.</p> <p>16 MR. THUMIM: I mean, she can -- she</p> <p>17 knows the consultant's role.</p> <p>18 Q. How would the consultant be affected</p> <p>19 if you left?</p> <p>20 MR. WEBER: Speculative. Objection.</p> <p>21 Q. You can answer.</p> <p>22 MR. WEBER: You can answer if you can.</p> <p>23 A. She would acquire -- she would work</p> <p>24 under another lead consultant.</p> <p>25 Q. If you were at some point decided to</p>	<p style="text-align: right;">Page 48</p> <p>1 Q. After you moved to Willis, did you</p> <p>2 have any contact with any clients that had been</p> <p>3 Marsh clients when you were at Marsh?</p> <p>4 A. No.</p> <p>5 Q. When you went, I guess, from Willis to</p> <p>6 IOA or being your own employee or doing work</p> <p>7 with IOA, after you went -- after you left</p> <p>8 Willis did you have any contact with clients</p> <p>9 that had been clients of Willis when you were at</p> <p>10 Willis?</p> <p>11 A. Yes.</p> <p>12 Q. And who did -- how many clients did</p> <p>13 you initiate contact with?</p> <p>14 A. I didn't initiate. We were personal</p> <p>15 friends.</p> <p>16 Q. So how many clients are we talking</p> <p>17 about then?</p> <p>18 A. Two.</p> <p>19 Q. Two clients.</p> <p>20 Are those clients that had been Willis</p> <p>21 clients but you had personal relationships with?</p> <p>22 MR. WEBER: Objection to form.</p> <p>23 A. Right.</p> <p>24 Q. Did you retain any contact</p> <p>25 information -- any contact list that you put</p>
<p style="text-align: right;">Page 47</p> <p>1 leave, would you give the consultant a heads up?</p> <p>2 A. Yes.</p> <p>3 Q. Are you aware of any two-week notice</p> <p>4 requirement to leave Mercer?</p> <p>5 A. Yes.</p> <p>6 Q. Are you aware of anywhere where it's</p> <p>7 written down?</p> <p>8 A. No.</p> <p>9 Q. Do you know other people, I guess,</p> <p>10 with a similar job titles and roles to Matt,</p> <p>11 Joanne or Jada who left Mercer within the last</p> <p>12 two years?</p> <p>13 A. No. Because I've only been there a</p> <p>14 little over a year.</p> <p>15 Q. Do you know any new principals who</p> <p>16 joined Mercer from other brokers within the past</p> <p>17 few years?</p> <p>18 A. Yep. Matt -- well, actually, no. He</p> <p>19 was at Mercer just a different office, so no.</p> <p>20 Q. So go back through your employment</p> <p>21 history a little bit. Just a couple of</p> <p>22 follow-up questions on that.</p> <p>23 So when you went from Marsh to Willis</p> <p>24 in 2005, a very long time ago.</p> <p>25 A. Yes.</p>	<p style="text-align: right;">Page 49</p> <p>1 together while you were at Willis when you left?</p> <p>2 A. Can you restate that?</p> <p>3 Q. I guess any contact information that</p> <p>4 you had about, I guess, Willis clients or that</p> <p>5 you had -- you know, a contact list you had</p> <p>6 developed while at Willis, did you take any of</p> <p>7 that information with you when you left Willis?</p> <p>8 A. Yes.</p> <p>9 Q. What information did you take with</p> <p>10 you?</p> <p>11 A. Name, address, same would be in my</p> <p>12 contact.</p> <p>13 Q. The two clients that you had personal</p> <p>14 relationships with you, did they leave Willis to</p> <p>15 become clients of yours?</p> <p>16 A. Not until my noncompete was up.</p> <p>17 Q. That's the next question.</p> <p>18 Did you have a noncompete of some</p> <p>19 kind?</p> <p>20 A. Yes.</p> <p>21 Q. And how long did it run for?</p> <p>22 A. Two years.</p> <p>23 Q. So those two clients that you had</p> <p>24 personal relationships with did not come over</p> <p>25 for those two years?</p>



<p style="text-align: right;">Page 50</p> <p>1 A. Correct.</p> <p>2 Q. Did you also have a confidentiality</p> <p>3 agreement with Willis?</p> <p>4 A. Yes.</p> <p>5 Q. Before coming from IOA -- or to</p> <p>6 Mercer -- I'll ask you this.</p> <p>7 When you were working yourself but I</p> <p>8 guess in conjunction with IOA, did you also have</p> <p>9 some kind of nonsolicitation agreement with IOA?</p> <p>10 A. Yes and no. No if I brought the</p> <p>11 client to them. Yes if it was a referral from</p> <p>12 like a property and casualty salesperson.</p> <p>13 Q. Did you have clients that fell into</p> <p>14 that second category required by --</p> <p>15 A. Yes.</p> <p>16 Q. -- the NSA?</p> <p>17 Before coming to Mercer, you said that</p> <p>18 Cory Lynn hired you. Did you have any</p> <p>19 conversations with Cory about a book of</p> <p>20 business?</p> <p>21 A. Yes.</p> <p>22 Q. And did you have any conversation in</p> <p>23 which anyone at Mercer expressed an expectation</p> <p>24 of how many clients might follow you to Mercer?</p> <p>25 A. Yes.</p>	<p style="text-align: right;">Page 52</p> <p>1 A. Additional contact.</p> <p>2 Q. With who?</p> <p>3 A. With the client.</p> <p>4 Q. Were you also barred in any way in a</p> <p>5 nonsolicitation from reaching out to not just</p> <p>6 actual clients of Willis but prospective clients</p> <p>7 of Willis?</p> <p>8 A. Not knowingly, no.</p> <p>9 Q. Did you find out about any prospective</p> <p>10 clients at Willis that you then reached out to</p> <p>11 after leaving Willis?</p> <p>12 A. I'm sorry, say that again.</p> <p>13 Q. While you were at Willis, did you find</p> <p>14 out about any potential -- prospective clients,</p> <p>15 not actual Willis clients, but Willis maybe</p> <p>16 wanted to pitch to that you then reached out to</p> <p>17 after you left Willis?</p> <p>18 A. I wouldn't know who all Willis is</p> <p>19 going after, so no, not knowingly.</p> <p>20 MR. WEBER: I'll object to the line of</p> <p>21 questioning. It's really far afield.</p> <p>22 Q. While you were at IOA did you have any</p> <p>23 prospective clients that you were -- that you</p> <p>24 aware you were trying to reach out to, let's</p> <p>25 say?</p>
<p style="text-align: right;">Page 51</p> <p>1 Q. Have you -- were you ever sued by</p> <p>2 Willis?</p> <p>3 A. No.</p> <p>4 Q. Were you ever sued by IOA?</p> <p>5 A. No.</p> <p>6 MR. THUMIM: I think we can take a</p> <p>7 short break at this point.</p> <p>8 Q. Did you ever receive a letter from</p> <p>9 Willis?</p> <p>10 A. Yes.</p> <p>11 Q. What letter did you receive from</p> <p>12 Willis?</p> <p>13 A. It was a letter stating that I should</p> <p>14 not reach out to a client.</p> <p>15 Q. Did you receive any letter from Willis</p> <p>16 that addressed contact information you might</p> <p>17 have taken with you?</p> <p>18 A. Yes.</p> <p>19 Q. What did that letter say?</p> <p>20 A. Just said that it's violation and</p> <p>21 cease and assist.</p> <p>22 Q. What did you do in response to that</p> <p>23 letter?</p> <p>24 A. Didn't pursue it.</p> <p>25 Q. Didn't pursue what?</p>	<p style="text-align: right;">Page 53</p> <p>1 A. Did I have prospective clients while I</p> <p>2 was at IOA? Yes.</p> <p>3 Q. Do you know if your nonsolicitation</p> <p>4 agreement covered any prospective clients of</p> <p>5 IOA?</p> <p>6 A. I don't know.</p> <p>7 Q. Did IOA send you a letter?</p> <p>8 A. No.</p> <p>9 Q. Caregiver Services, you're not aware</p> <p>10 of any contact that entity had with Matt, Joanne</p> <p>11 or Jada after they left, are you?</p> <p>12 MR. WEBER: Objection to the form.</p> <p>13 You can answer if you know.</p> <p>14 Q. Are you aware of any contact that --</p> <p>15 A. Yes.</p> <p>16 Q. Are you aware that they had any or did</p> <p>17 not have any?</p> <p>18 A. That they did.</p> <p>19 Q. And how did you find that out?</p> <p>20 A. I met with the team at Caregiver</p> <p>21 Services. They told me that Matt had reached</p> <p>22 out and told them they had left. I don't know</p> <p>23 if that's a personal -- a face-to-face meeting</p> <p>24 or telephonic.</p> <p>25 Q. When did you meet with Caregiver</p>



<p style="text-align: right;">Page 54</p> <p>1 Services?</p> <p>2 A. I would have to look. About six weeks</p> <p>3 ago.</p> <p>4 Q. How did it come up that they had heard</p> <p>5 from Matt and Matt had left?</p> <p>6 A. I had met them for the first time. I</p> <p>7 said, As you're aware, the team had left. And</p> <p>8 they said, Yes, Matt had reached out to us and</p> <p>9 apparently they went to Lockton.</p> <p>10 Q. Did they say whether Matt asked them</p> <p>11 to take business away from Mercer?</p> <p>12 A. No.</p> <p>13 Q. Did they say that Matt -- they didn't</p> <p>14 say that Matt told them to bring business to</p> <p>15 Lockton?</p> <p>16 MR. WEBER: Objection to the form.</p> <p>17 A. No.</p> <p>18 Q. So why isn't that contact in your</p> <p>19 declaration?</p> <p>20 MR. WEBER: Objection to the form.</p> <p>21 You can answer if you can.</p> <p>22 Q. You mentioned in your declaration</p> <p>23 contact with Planned Parenthood. You don't</p> <p>24 mention Caregiver Services having had contact</p> <p>25 with Matt, Joanne or Jada.</p>	<p style="text-align: right;">Page 56</p> <p>1 A. I think it was just Tom Hoyer.</p> <p>2 Q. Tom?</p> <p>3 A. Yes.</p> <p>4 Q. Last name?</p> <p>5 A. Hoyer. The CFO.</p> <p>6 Q. Did Tom or anyone else from Caregivers</p> <p>7 mention if anyone other than Matt had reached</p> <p>8 out to them?</p> <p>9 A. No.</p> <p>10 Q. Did he mention when Matt reached out</p> <p>11 to him?</p> <p>12 A. No.</p> <p>13 MR. WEBER: No questions.</p> <p>14 REDIRECT EXAMINATION</p> <p>15 BY MR. THUMIM:</p> <p>16 Q. One or two follow-up questions.</p> <p>17 Did they say whether Matt reached out</p> <p>18 to them directly or were there -- did they</p> <p>19 specify whether it could have been a mass e-mail</p> <p>20 or direct --</p> <p>21 A. They did not. We just moved on from</p> <p>22 the meeting after that.</p> <p>23 Q. So there's nothing they said to</p> <p>24 indicate that it wasn't necessarily some generic</p> <p>25 announcement?</p>
<p style="text-align: right;">Page 55</p> <p>1 Is there any reason that you don't</p> <p>2 mention it?</p> <p>3 A. No. I shared this.</p> <p>4 (Recess.)</p> <p>5 MR. THUMIM: We have no further</p> <p>6 questions.</p> <p>7 CROSS-EXAMINATION</p> <p>8 BY MR. WEBER:</p> <p>9 Q. You mentioned contact with Caregiver</p> <p>10 Services, correct?</p> <p>11 A. Yes.</p> <p>12 Q. You just testified about that.</p> <p>13 You spoke to individuals at that</p> <p>14 entity, did you not?</p> <p>15 A. Correct.</p> <p>16 Q. What did they tell you about any</p> <p>17 contact they received from Matt DiGregorio or</p> <p>18 Jada Preston or Joanne Steed?</p> <p>19 A. I asked them if they are aware the</p> <p>20 team had left, which they knew that was the</p> <p>21 purpose of the meeting. They said, yes, that</p> <p>22 Matt had reached out and told them that they</p> <p>23 were at Lockton.</p> <p>24 Q. Matt reached out to individuals at</p> <p>25 Caregiver?</p>	<p style="text-align: right;">Page 57</p> <p>1 A. Correct.</p> <p>2 Q. They didn't say he reached out</p> <p>3 directly personally?</p> <p>4 A. Correct.</p> <p>5 MR. THUMIM: No further questions.</p> <p>6 MR. WEBER: No further.</p> <p>7 (Witness requests reading of</p> <p>8 transcript.)</p> <p>9 (Deposition concluded at 2:50 p.m.)</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>

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1 RE: Mercer Health Benefits, LLC v. Matthew  
DiGregorio, et al.  
2 DEPO OF: Melanie Fava  
TAKEN: March 12, 2018  
3  
4 EXCEPT FOR ANY CORRECTIONS  
MADE ON THE ERRATA SHEET BY  
5 ME, I CERTIFY THIS IS A TRUE  
AND ACCURATE TRANSCRIPT.  
6 FURTHER DEPONENT SAITH NOT.  
7  
8 \_\_\_\_\_  
Melanie Fava  
9 STATE OF FLORIDA )  
 ) SS:  
10 COUNTY OF MIAMI-DADE )  
11 Sworn and subscribed to before me this  
12 \_\_\_\_\_ day of \_\_\_\_\_, 2018.  
13 PERSONALLY KNOWN \_\_\_\_\_ or I.D. \_\_\_\_\_  
14  
15 \_\_\_\_\_  
16 Notary Public in and for  
the State of Florida at  
Large.  
17  
18 My commission expires:  
19  
20  
21  
22  
23  
24  
25


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1 ERRATA SHEET  
2 RE: Mercer Health Benefits, LLC v. Matthew  
DiGregorio, et al.  
3 DEPO OF: Melanie Fava  
TAKEN: March 12, 2018  
4  
5 DO NOT WRITE ON TRANSCRIPT. ENTER ANY CHANGES HERE  
6 Page #| Line #| Change | Reason  
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18 \_\_\_\_\_  
19 \_\_\_\_\_  
20 \_\_\_\_\_  
21 State of Florida)  
County of )  
22  
23 Under penalties of perjury, I declare that I have read  
24 by deposition transcript, and it is true and correct  
subject to any changes in form or substance entered  
25 here.  
\_\_\_\_\_  
Date Melanie Fava

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1 CERTIFICATE OF OATH OF WITNESS  
2  
3 STATE OF FLORIDA )  
 ) SS.  
4 COUNTY OF MIAMI-DADE )  
5  
6 I, Carol Hill Weng, FPR, RMR, CRR, CMRS, CRI, CPE,  
7 Notary Public in and for the State of Florida at Large,  
8 certify that the witness, Melanie Fava, personally  
9 appeared before me on March 12, 2018, and was duly  
10 sworn by me.  
11 WITNESS my hand and official seal this March 14,  
12 2018.  
13  
14  
15   
16 Carol Hill Weng, FPR, RMR, CRR, CMRS,  
CRI, CPE  
Notary Public, State of Florida at Large  
17  
18 Notary No.: FF 958116  
19 My Commission Expires: March 4, 2020  
20  
21  
22  
23  
24  
25

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1 REPORTER'S DEPOSITION CERTIFICATE  
2  
3 I, Carol Hill Weng, FPR, RMR, CRR, CMRS, CPE, CRI,  
4 certify that I was authorized to and did  
5 stenographically report the deposition of Melanie Fava,  
6 the witness herein on March 12, 2018; that a review of  
7 the transcript was requested; that the foregoing pages  
8 are a true and complete record of my stenographic notes  
9 of the deposition of said witness; and that this  
10 computer-assisted transcript was prepared under my  
11 supervision.  
12 I further certify that I am not a relative,  
13 employee, attorney or counsel of any of the parties,  
14 nor am I a relative or employee of any of the parties'  
15 attorney or counsel connected with the action.  
16 DATED this March 14, 2018.  
17  
18   
19 Carol Hill Weng, FPR, RMR, CRR  
CMRS, CPE, CRI  
20  
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22  
23  
24  
25

[&amp; - behalf]

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[believe - consultant's]

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Federal Rules of Civil Procedure

Rule 30

(e) Review By the Witness; Changes.

(1) Review; Statement of Changes. On request by the deponent or a party before the deposition is completed, the deponent must be allowed 30 days after being notified by the officer that the transcript or recording is available in which:

(A) to review the transcript or recording; and

(B) if there are changes in form or substance, to sign a statement listing the changes and the reasons for making them.

(2) Changes Indicated in the Officer's Certificate. The officer must note in the certificate prescribed by Rule 30(f)(1) whether a review was requested and, if so, must attach any changes the deponent makes during the 30-day period.

DISCLAIMER: THE FOREGOING FEDERAL PROCEDURE RULES ARE PROVIDED FOR INFORMATIONAL PURPOSES ONLY.

THE ABOVE RULES ARE CURRENT AS OF SEPTEMBER 1, 2016. PLEASE REFER TO THE APPLICABLE FEDERAL RULES OF CIVIL PROCEDURE FOR UP-TO-DATE INFORMATION.

VERITEXT LEGAL SOLUTIONS  
COMPANY CERTIFICATE AND DISCLOSURE STATEMENT

Veritext Legal Solutions represents that the foregoing transcript is a true, correct and complete transcript of the colloquies, questions and answers as submitted by the court reporter. Veritext Legal Solutions further represents that the attached exhibits, if any, are true, correct and complete documents as submitted by the court reporter and/or attorneys in relation to this deposition and that the documents were processed in accordance with our litigation support and production standards.

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